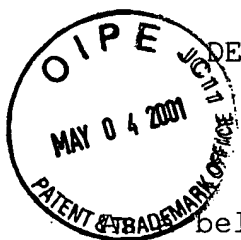


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DECLARATION AND POWER OF ATTORNEY FOR PATENT APPLICATION

Attorney Docket No. WT-15

below named inventor, I hereby declare that:

My residence, post office address and citizenship are as stated below next to my name,

I believe I am the original, first and sole inventor (if only one name is listed below) or an original, first and joint inventor (if plural names are listed below) of the subject matter which is claimed and for which a patent is sought on the invention entitled VIDEO DISTRIBUTION SYSTEM, the specification of which
(check one)

[] is attached hereto.
[X] was filed on February 12, 2001 as
Application Serial No. 09/781,679
and was amended on _____
(if applicable)

I hereby state that I have reviewed and understand the contents of the above-identified specification, including the claims, as amended by any amendment referred to above.

I acknowledge the duty to disclose information which is material to the examination of this application in accordance with Title 37, Code of Federal Regulations, §1.56(a).

I hereby claim foreign priority benefits under Title 35, United States Code, §119 of any foreign application(s) for patent or inventor's certificate listed below and have also identified below any foreign application for patent or inventor's certificate having a filing date before that of the application on which priority is claimed:

Prior Foreign Application(s)			Priority Claimed	
_____ (Number)	_____ (Country)	_____ (Day/Month/Year Filed)	[] Yes	[] No
_____ (Number)	_____ (Country)	_____ (Day/Month/Year Filed)	[] Yes	[] No
_____ (Number)	_____ (Country)	_____ (Day/Month/Year Filed)	[] Yes	[] No

I hereby claim the benefit under Title 35, United States Code, §120 of any United States application(s) listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States application in the manner provided by the first paragraph of Title 35, United States Code, §112, I acknowledge the duty to disclose material information as defined in Title 37, Code of Federal Regulations, §1.56(a) which occurred between the filing date of the prior application and the national or PCT international filing date of this application:

_____ (Appln. Serial No.)	_____ (Filing Date)	_____ (Status) (pat./pending/aban.)
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_____ (Appln. Serial No.)	_____ (Filing Date)	_____ (Status) (pat./pending/aban.)
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_____ (Appln. Serial No.)	_____ (Filing Date)	_____ (Status) (pat./pending/aban.)
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I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

I hereby claim the benefit under Title 35, United States Code, §119(e) of any United States provisional application(s) listed below:

_____ (Appln. Serial No.)	_____ (Filing Date)
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_____ (Appln. Serial No.)	_____ (Filing Date)
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POWER OF ATTORNEY: As a named inventor, I hereby appoint the following attorney(s) and/or agent(s) to prosecute this application and transact all business in the Patent and Trademark Office connected therewith (list name and registration number).

Richard S. Faust
Registration No. 27,544

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Full name of sole or first inventor: Bernard L. Ballou, Jr.

Inventor's
Signature: Bernard L. Ballou Jr Date: 3/30/01
Residence: Raleigh, Wake County, North Carolina
Citizenship: USA
Post Office Address: 11404 Blackbrook Court
Raleigh, North Carolina 27614

Full name of second joint inventor: Kelly C. Sparks

Inventor's
Signature: Kelly C. Sparks Date: 3/30/01
Residence: Raleigh, Wake County, North Carolina
Citizenship: USA
Post Office Address: 900 Perimeter Park Drive, Suite E
Morrisville, North Carolina 27560

Full name of third joint inventor: John H. Hebrank

Inventor's
Signature: John H. Hebrank Date: 3/30/01
Residence: Durham, Durham County, North Carolina
Citizenship: USA
Post Office Address: 216 Jefferson Drive
Durham, North Carolina 27712

VERIFIED STATEMENT CLAIMING SMALL ENTITY STATUS
(37 CFR 1.9(f) & 1.27 (c)-SMALL BUSINESS CONCERN)

Docket Number (Optional)
WT-15

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Applicant or Patentee: Bernard L. Ballou, Jr. et al.

Application or Patent No.: 09/781,679

Filed or Issued: February 12, 2001

Title: VIDEO DISTRIBUTION SYSTEM

I hereby declare that I am

- ☐ the owner of the small business concern identified below:
☒ an official of the small business concern empowered to act on behalf of the concern identified below:

NAME OF SMALL BUSINESS CONCERN World Theatre, Inc.

ADDRESS OF SMALL BUSINESS CONCERN 900 Perimeter Park Drive

Suite E

Morrisville, NC 27560

I hereby declare that the above identified small business concern qualifies as a small business concern as defined in 13 CFR 121.12, and reproduced in 37 CFR 1.9(d), for purposes of paying reduced fees to the United States Patent and Trademark Office, in that the number of employees of the concern, including those of its affiliates, does not exceed 500 persons. For purposes of this statement, (1) the number of employees of the business concern is the average over the previous fiscal year, and (2) concerns are affiliates of each other when either, directly or indirectly, one concern controls or has the power to control the other, or a third party or parties controls or has the power to control both.

I hereby declare that rights under contract or law have been conveyed to and remain with the small business concern identified above with regard to the invention described in:

- ☐ the specification filed herewith with title as listed above.
☒ the application identified above.
☐ the patent identified above.

If the rights held by the above identified small business concern are not exclusive, each individual, concern or organization having rights in the invention must file separate verified statements averring to their status as small entities, and no rights to the invention are held by any person, other than the inventor, who would not qualify as a small business concern under 37 CFR 1.9(c) if that person made the invention, or by any concern which would not qualify as a small business concern under 37 CFR 1.9(d), or a nonprofit organization under 37 CFR 1.9 (e).

Each person, concern or organization having any rights in the invention listed below:

- ☒ no such person, concern or organization exists.
☐ each such person, concern or organization is listed below.

Separate verified statements are required from each named person, concern or organization having rights to the invention averring to their status as small entities. (37 CFR 1.27)

I acknowledge the duty to file, in this application or patent, notification of any change in status resulting in loss of entitlement to small entity status prior to paying, or at the time of paying, the earliest of the issue fee or any maintenance fee due after the date on which status as a small entity is no longer appropriate. (37 CFR 1.28(b))

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under section 1001 of Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of the application, any patent issuing thereon, or any patent to which this verified statement is directed.

NAME OF PERSON SIGNING Kelly C. Sparks

TITLE OF PERSON IF OTHER THAN OWNER President

ADDRESS OF PERSON SIGNING 900 Perimeter Park Drive, Suite E, Morrisville, NC 27560

SIGNATURE

Kelly C. Sparks

DATE

4/6/01